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Attorneys for Defendants  
GREATER BAY BANCORP EXECUTIVE  
COMPENSATION BENEFITS PLAN and  
WELLS FARGO BANK, N.A.

**UNITED STATES DISTRICT COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
**SAN FRANCISCO DIVISION**

SUSAN K. BLACK, an individual; STEVEN  
C. SMITH, an individual; KIMBERLY S.  
BURGESS, an individual,

Plaintiffs,

vs.

GREATER BAY BANCORP EXECUTIVE  
SUPPLEMENTAL COMPENSATION  
BENEFITS PLAN, WELLS FARGO BANK, a  
National Association,

Defendants.

Case No. 3:16-cv-00486-EDL

**DECLARATION OF JEFFREY A.  
STURGEON IN SUPPORT OF  
DEFENDANTS' MOTION FOR  
ATTORNEYS' FEES**

Date: March 13, 2018  
Time: 9:00 AM  
Judge: Hon. Elizabeth D. Laporte  
Courtroom: E

**DECLARATION OF JEFFREY A. STURGEON**

I, Jeffrey A. Sturgeon, declare under penalty of perjury under the laws of the United States that the following is true and correct:

1. I am an attorney duly licensed to practice before the United States District Court for the Eastern District of Pennsylvania. I have applied for and been granted admission *pro hac vice* to represent Defendants Wells Fargo Bank, N.A. (“Wells Fargo”) and the Greater Bay Bancorp Executive Supplemental Compensation Benefits Plan (the “Plan”) (collectively, “Defendants”) in the above-captioned case. I am a partner of the firm Morgan, Lewis & Bockius LLP, attorneys of record for Defendants in this case. I make this declaration of my own personal knowledge and, if called as a witness, I could competently testify thereto.

2. On February 5, 2018, the Parties met and confer regarding Defendants’ Motion for Attorneys’ Fees and were unable to resolve the matter.

3. I am familiar with the billing practices, policies, and procedures of Morgan Lewis. I am also familiar with the bills we submitted to our clients.

4. I have reviewed the invoices and bills incurred by Defendants in connection with this dispute and believe that they were necessary and reasonable. This litigation was complex, with novel legal issues and arguments requiring substantial resources and labor. The litigation included multiple motions to dismiss, discovery disputes, and cross-motions for summary judgment.

5. In the course of this litigation, I have made every effort to efficiently use resources and avoid duplication of work or unnecessary costs, this has included assigning work to attorneys with lower billable rates whenever possible. Accordingly, the more labor intensive tasks (such as legal research, initial review of documents, etc.) were performed by attorneys with lower billable rates.

6. Morgan Lewis attorneys devoted a significant amount of resources to pursuing this litigation, the amount of time and hourly rates of the attorneys and staff are summarized in the table below:

<u>Timekeeper</u>	<u>Position</u>	<u>Rate</u>	<u>Hours</u>	<u>Subtotal</u>
<b>Jeffrey A. Sturgeon</b>	Partner	\$490.00	437.90	\$214,571.00
<b>Roberta Kuehne</b>	Associate	\$455.00	48.80	\$22,204.00
<b>Brandon Brigham</b>	Associate	\$335.00	325.30	\$108,975.50
<b>Sarah Edelson</b>	Associate	\$265.00	68.40	\$18,126.00
				<b>\$363,876.50</b>

7. Importantly, Defendants only seek to recover fees for the four attorneys who devoted the most time to defending this case, who are listed in the chart above. All legal professionals recorded their time in a one-tenth-of-an-hour increments.

8. Attached as **Exhibit A** is a true and correct copy of the 2016 National Law Journal survey of law firm billing rates.

9. Attached as **Exhibit B** are true and copies of the biographies of the attorneys that have worked on this litigation, summarizing our education, qualifications, and experience.

10. I am a partner at Morgan Lewis and was lead trial counsel for this matter. As lead trial counsel, I oversaw all aspects of this litigation, including motions, discovery, and court hearings. I was admitted to the bar in 2004. The hourly rate charged for this matter is comparable to other attorneys at my level at similar types of law firms in the San Francisco Bay Area. My biography, including education and qualifications, is included in Exhibit B.

11. Roberta Kuehne is a senior associate at Morgan Lewis. For this matter, Ms. Kuehne, *inter alia*, helped draft the motions to dismiss, conducted legal research, and assisted with discovery. She was admitted to the bar in 2003 and her hourly rate for this matter is comparable to other attorneys at her level at similar types of law firms in the San Francisco Bay Area. Ms. Kuehne's biography, including education and qualifications, is included in Exhibit B.

12. Brandon Brigham is a senior associate at Morgan Lewis. For this matter, Mr. Brigham, *inter alia*, helped draft the motions to dismiss and motion for summary judgment, conducted legal research, drafted discovery responses, responded to Plaintiffs' deficiency letters, met and conferred with opposing counsel, and participated in court conferences and hearings. He

1 was admitted to the bar in 2009 and his hourly rate for this matter is comparable to other  
 2 attorneys at his level at similar types of law firms in the San Francisco Bay Area. Mr. Brigham's  
 3 biography, including education and qualifications, is included in Exhibit B.

4 13. Sarah Edelson is a former junior associate at Morgan Lewis. For this matter, Ms.  
 5 Edelson, *inter alia*, conducted legal research and assisted with discovery. She was admitted to  
 6 the bar in 2010 and her hourly rate for this matter is comparable to other attorneys at her level at  
 7 similar types of law firms in the San Francisco Bay Area. Ms. Edelson's former biography,  
 8 including education and qualifications, is included in Exhibit B.

9 14. Morgan Lewis invoices reflect the fees which Defendants seek to recover. Each  
 10 entry in these invoices reflects the name and title of the attorney performing the work, the date the  
 11 work was performed, the hours expended, the amount charged, and a brief description of the work  
 12 conducted. Defendants will provide the invoices for in camera review at the Court's request.

13 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the  
 14 United States that the foregoing is true and correct.

15 Executed at Philadelphia, Pennsylvania on

16 Dated: February 6, 2018

MORGAN, LEWIS & BOCKIUS LLP

By /s/ Jeffrey A. Sturgeon

Jeffrey A. Sturgeon

19 Attorneys for Defendants  
 20 GREATER BAY BANCORP EXECUTIVE  
 21 COMPENSATION BENEFITS PLAN and  
 22 WELLS FARGO BANK, N.A.  
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